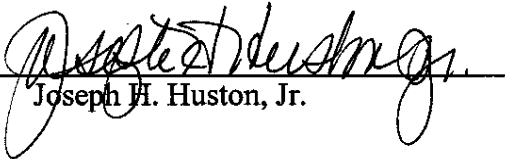


CERTIFICATE OF CONFERENCE

The undersigned incorporates the Certificate of Conference by Beth W. Bivans dated May 9, 2005 filed and served with Vartec's original motion herein.

Certified to the 10th day of May, 2005.

By:


Joseph H. Huston, Jr.